

PREPARED BY:
Robert J. Ivanhoe, Esq.
Greenberg Traurig
200 Park Avenue
New York, N.Y. 10166 (212) 850-0662

MIMOSA REALTY CORPORATION

TO

WHISPER CAPITAL LLC

RETURN TO:
TAYLOR LAW FIRM BK0359PG0465
P.O. BOX 188
961 STATELINE RD. W.
SOUTHAVEN, MS 38671
(601) 342-1300
STATE MS.-DE SOTO CO. FILED
QUITCLAIM DEED SEP 15 1 40 PM '99

BK 359 PG 465
W.F. DAVIS CH. CLK.

For and in consideration of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good, legal sufficient and valuable consideration, the receipt of all of which is hereby acknowledged, Mimosa Realty Corporation, a Delaware Corporation whose address is c/o Presidio Remainderman Corp., 411 West Putnam Avenue, Greenwich, Connecticut 06830 ("Grantor") does hereby quitclaim and convey all of my remainderman or reversionary interest unto Whisper Capital LLC, a Delaware limited liability company, whose address is c/o Grayhawke Capital Advisors, LLC, 475 Steamboat Road, Greenwich, Connecticut 06840 ("Grantee") in and to the land described on Exhibit "A" attached hereto and by this reference made a part hereof situated in the County of DeSoto, State of Mississippi.

The above property is the same property conveyed to the Grantor(s) herein by Deed of in Book 131, Page 641 in the Chancery Clerk's Office of DeSoto County, Mississippi.

This conveyance is made subject to all applicable building restrictions, restrictive covenants and easements of record.

Possession of the premises is to be given by the Grantor to the Grantee, upon delivery of this Deed.

WITNESS my signature(s) this the 8th day of September, 1999.

Mimosa Realty Corporation

By: [Signature]

Name: Lawrence R. Schachter
Title: Senior Vice President

STATE OF NEW YORK

COUNTY OF NEW YORK

PERSONALLY appeared before me, the undersigned authority of law in and for the jurisdiction aforesaid, the within named, LAWRENCE R. SCHACHTER, the SR VICE PRESIDENT of Mimosa Realty Corporation, who acknowledged that he signed and delivered the above and foregoing instrument on the day and year therein mentioned and for the purposes therein expressed.

GIVEN under my hand and official seal of office this the 8th day of September, 1999.

[Signature]
NOTARY PUBLIC

PATRICIA A. SMYTH
Notary Public, State of New York
No. 03-4884528
Qualified in Bronx County
Commission Expires February 2, 2001

GRANTOR'S ADDRESS:

c/o Presidio Remainderman Corp.
411 West Putnam Avenue
Greenwich, Connecticut 06830
Tel. No.: 203-862-7444

c/o Grayhawke Capital Advisors LLC
475 Steamboat Road
Greenwich, Connecticut
Tel. No.: 203-629-3000

Second Revision, Office Park Plaza Commercial Subdivision being a part of
d 24, Township 1 South, Range 8 West, in DeSoto County, Mississippi as shown on
t recorded in Plat Book 14, Page 46 in the office of the Chancery Clerk of DeSoto
County, Mississippi.

PARCEL II:

Together with those certain rights, privileges and easements contained in "Easements with
Covenants and Restrictions Affecting Land Agreement ("ECR") dated November 14, 1975,
between Safeway Stores, Inc. and Skaggs Companies, Inc. recorded May 5, 1976, in
Warranty Deed Book 120, Page 246 in the office of the Chancery Clerk of DeSoto County,
Mississippi.

